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INTERSTATE COMMERCE COMMISSION

0100178055

**ICE  
MILLER  
DONADIO  
& RYAN**

April 4, 1994

Matthew C. Hook  
317/236-2392

**DOCUMENT FOR RECORDATION**

**BY OVERNIGHT COURIER**

Ms. Mildred Lee  
Office of the Secretary  
Interstate Commerce Commission  
12th Street & Constitution Avenue  
Room 2303  
Washington, DC 20403

Dear Ms. Lee:

I have enclosed two (2) originally executed and two (2) counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The enclosed document is a Release of Subordinated Security Agreement, a secondary document, executed by CID Partnership, L.P., as collateral agent (the "Release"). The primary document to which this Release relates is a Subordinated Security Agreement, dated March 14, 1986, between The Indiana Rail Road Company and Corporation for Innovation Development, as collateral agent (the "Subordinated Security Agreement") filed with the Interstate Commerce Commission on March 18, 1986 and recorded under Recordation No. 14920. The Subordinated Security Agreement was assigned to CID Partnership, L.P. pursuant to an Assignment of Rights in Subordinated Security Agreement, dated March 9, 1990, from The Indiana Rail Road Company and Corporation for Innovation Development to CID Partnership, L.P. (the "Assignment"), a secondary document, filed with the Interstate Commerce Commission on April 16, 1990 and recorded under Recordation No. 14920-A.

The names and addresses of the parties are as follows:

Debtor: The Indiana Rail Road Company  
P.O. Box 2464  
1414 South West Street  
Indianapolis, IN 46206

Ms. Mildred Lee  
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Secured Party: CID Partnership, L.P., as  
collateral agent  
One American Square, Box 82074  
Suite 2850  
Indianapolis, Indiana 46282

A fee of eighteen dollars (\$18.00) is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to:

Matthew C. Hook  
ICE MILLER DONADIO & RYAN  
One American Square, Box 82001  
Indianapolis, IN 46282

A short summary of the enclosed secondary document to appear in the index follows:

"Release by CID Partnership, L.P., as collateral agent, of all of its rights, title and interest under a Subordinated Security Agreement dated March 14, 1986, a primary document recorded with the Interstate Commerce Commission under Recordation No. 14920, and assigned to CID Partnership, L.P. pursuant to an Assignment of Rights in Subordinated Security Agreement dated March 9, 1990, a secondary document recorded with the Interstate Commerce Commission under Recordation No. 14920-A."

The undersigned is the attorney for the Debtor under the Subordinated Security Agreement, The Indiana Rail Road Company.

Very truly yours,

ICE MILLER DONADIO & RYAN



Matthew C. Hook

MCH/ss  
Enclosures

cc: Ed Lembitz

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**RELEASE OF SUBORDINATED SECURITY AGREEMENT**

FOR VALUE RECEIVED, CID Partnership, L.P. ("CID Partners"), as collateral agent, hereby releases all of its rights, title and interest under a certain Subordinated Security Agreement, dated March 14, 1986, between The Indiana Rail Road Company ("Indiana Rail Road") and Corporation for Innovation Development ("CID"), as Collateral Agent for Abbot Capital Corporation, CID and R.W. Allsop & Associates II Limited Partnership (the "Security Agreement"), filed with the Interstate Commerce Commission on March 18, 1986 and recorded under Recordation No. 14920, and assigned to CID Partners pursuant to an Assignment of Rights in Subordinated Security Agreement, dated March 9, 1990, from Indiana Rail Road and CID to CID Partners, filed with the Interstate Commerce Commission on April 16, 1990 and recorded under Recordation No. 14920-A.

IN WITNESS WHEREOF, CID Partners has caused this Release to be duly executed by its General Partner, as of this 4<sup>th</sup> day of April, 1994.

CID PARTNERSHIP, L.P.

CID Equity Partners I, L.P.

Its: General Partner

By: John C. Aplin

John C. Aplin, General Partner

STATE OF INDIANA     )  
                                  ) SS:  
COUNTY OF MARION    )

Before me a Notary Public in and for the said County and State personally appeared John C. Aplin, as General Partner for CID Equity Partners I, L.P., which is the General Partner of CID Partnership, L.P., and acknowledged the execution of the above and foregoing Release of Subordinated Security Agreement for and on behalf of CID Partnership, L.P.

WITNESS my hand and Notarial Seal this 4<sup>th</sup> day of April, 1994.

Regina A. Hall  
(Signature)Regina A. Hall  
(Printed Name)

NOTARY PUBLIC

My Commission Expires:

5-8-94

County of Residence:

Hamilton